

EXHIBIT J

to Shaver Declaration ISO Plaintiffs'
Reply ISO Supplemental Motion for
Class Cert [ECF 456]

PUBLIC/REDACTED VERSION

12 VIDEOTAPED DEPOSITION OF MASON STUBBLEFIELD
13 ATTORNEYS' EYES ONLY
14 Friday, March 29, 2013

24 Reported By:

KATHLEEN WILKINS, CSR #10068, RPR-RMR-CRR-CCRR-CLR

10:41:17 1 actual steps were along the way of the whole
10:41:21 2 audit.

10:41:23 3 [REDACTED] [REDACTED]

10:41:25 4 [REDACTED] [REDACTED]

10:41:28 5 [REDACTED]

10:41:30 6 [REDACTED]

10:41:32 7 [REDACTED]

10:41:33 8 [REDACTED]

10:41:35 9 [REDACTED]

10:41:38 10 [REDACTED]

10:41:41 11 [REDACTED] [REDACTED]

10:41:44 12 [REDACTED] [REDACTED]

10:41:47 13 [REDACTED]

10:41:50 14 [REDACTED]

10:41:52 15 [REDACTED]

10:41:55 16 [REDACTED]

10:41:57 17 Looking at data across the different
10:41:59 18 leaders below the senior leader to make sure we
10:42:02 19 had consistency and compliance to budget at an
10:42:04 20 overall level. [REDACTED]

10:42:07 21 [REDACTED]

10:42:10 22 [REDACTED]

10:42:11 23 [REDACTED] [REDACTED]

10:42:12 24 [REDACTED] [REDACTED]

10:42:19 25 [REDACTED]

10:42:22	1	[REDACTED]
10:42:27	2	[REDACTED]
10:42:32	3	[REDACTED] [REDACTED] [REDACTED]
10:42:34	4	[REDACTED] [REDACTED]
10:42:37	5	[REDACTED]
10:42:39	6	[REDACTED]
10:42:42	7	[REDACTED]
10:42:44	8	[REDACTED] [REDACTED] [REDACTED]
10:42:46	9	[REDACTED]
10:42:49	10	[REDACTED] [REDACTED] [REDACTED]
10:42:53	11	[REDACTED] [REDACTED]
10:42:55	12	[REDACTED] [REDACTED]
10:42:58	13	[REDACTED]
10:42:58	14	Q. Okay. Were there certain things that
10:43:01	15	would show up or would catch your eye as eye
10:43:05	16	opening in a recommendation?
10:43:06	17	A. Sure.
10:43:08	18	Q. What would that be?
10:43:10	19	A. A pay increase that was outside a
10:43:12	20	guideline for the performance rating, perform a --
10:43:15	21	any -- any inconsistencies. We have a set of
10:43:19	22	guidelines and we would have exception reporting
10:43:21	23	to identify things that were outside of those
10:43:24	24	guidelines and would audit those.
10:43:26	25	Q. So if -- so were there ranges of merit

10:43:32 1 increase that would be appropriate for different
10:43:34 2 performance ratings?

10:43:34 3 MR. KIERNAN: Object to form. Sorry.
10:43:38 4 Object to form.

10:43:40 5 THE WITNESS: We provide guidelines.

10:43:40 6 Intuit provides guidelines for what we would
10:43:44 7 expect a range of increase to be for a level of
10:43:46 8 performance.

10:43:47 9 BY MS. DERMODY:

10:43:47 10 Q. And then if a person -- if a manager had
10:43:50 11 recommended someone outside that guideline, would
10:43:53 12 that be something that you would audit?

10:43:55 13 A. Would depend on how far outside the
10:43:57 14 guideline it was. But likely it would be
10:43:59 15 something we'd look at to try to understand why
10:44:01 16 the recommendation was being made.

10:44:03 17 Q. Okay. And you mentioned that you were
10:44:06 18 involved in the audit process.

10:44:08 19 Was someone else also involved with you
10:44:11 20 reviewing the managers in your area?

10:44:14 21 [REDACTED] [REDACTED]

10:44:16 22 [REDACTED]

10:44:19 23 [REDACTED]

10:44:22 24 [REDACTED]

10:44:25 25 [REDACTED]

10:44:28	1	[REDACTED]
10:44:29	2	Q. [REDACTED]
10:44:31	3	[REDACTED]
10:44:33	4	[REDACTED]
10:44:37	5	[REDACTED]
10:44:39	6	A. [REDACTED]
10:44:41	7	[REDACTED] [REDACTED]
10:44:43	8	[REDACTED]
10:44:46	9	[REDACTED]
10:44:48	10	[REDACTED]
10:44:49	11	Q. Are you aware of specific differences in
10:44:52	12	the audit process across the organization?
10:44:55	13	A. [REDACTED]
10:44:56	14	[REDACTED]
10:44:57	15	Q. Okay. [REDACTED]
10:44:59	16	[REDACTED]
10:45:02	17	[REDACTED]
10:45:04	18	[REDACTED]
10:45:07	19	A. [REDACTED]
10:45:07	20	Q. Okay. [REDACTED]
10:45:19	21	[REDACTED]
10:45:22	22	[REDACTED]
10:45:22	23	A. [REDACTED] [REDACTED]
10:45:23	24	Q. [REDACTED]
10:45:26	25	[REDACTED]

11:35:03	1	Q.	Sure.
11:35:04	2		[REDACTED]
11:35:06	3	[REDACTED]	[REDACTED]
11:35:08	4	[REDACTED]	
11:35:11	5	A.	[REDACTED]
11:35:14	6	[REDACTED]	,
11:35:17	7	[REDACTED]	
11:35:20	8	[REDACTED]	We talked a bit about retention
11:35:25	9		bonuses, which would also be a monetary reward
11:35:27	10		that could -- is used in some situations, would be
11:35:30	11		available for employees.
11:35:35	12	Q.	[REDACTED]
11:35:38	13	[REDACTED]	
11:35:41	14	[REDACTED]	
11:35:45	15	[REDACTED]	
11:35:51	16	A.	[REDACTED]
11:35:52	17	[REDACTED]	
11:35:52	18	Q.	Yes.
11:35:55	19	A.	[REDACTED]
11:35:59	20	[REDACTED]	
11:36:01	21	[REDACTED]	
11:36:04	22	[REDACTED]	
11:36:06	23	[REDACTED]	[REDACTED]
11:36:10	24	[REDACTED]	
11:36:13	25	[REDACTED]	[REDACTED]

11:36:16 1 [REDACTED]

11:36:18 2 [REDACTED]

11:36:21 3 [REDACTED]

11:36:25 4 [REDACTED] [REDACTED]

11:36:27 5 [REDACTED].

11:36:29 6 Q. Is that the spotlight program?

11:36:31 7 A. Yes, that's the spotlight program.

11:36:38 8 Q. [REDACTED]

11:36:41 9 [REDACTED] ?

11:36:41 10 A. Yes.

11:36:43 11 Q. [REDACTED]

11:36:46 12 A. [REDACTED]

11:36:55 13 [REDACTED]

11:37:03 14 Q. And for how long has the spotlight

11:37:05 15 program been around?

11:37:09 16 A. I don't know exactly when it started,

11:37:10 17 but it's been a key part of Intuit's compensation

11:37:13 18 approach for a number of years. Ten years or

11:37:15 19 more.

11:37:16 20 Q. Okay. So prior to your time maybe?

11:37:18 21 A. Yes. [REDACTED]

11:37:20 22 [REDACTED]

11:37:23 23 Q. [REDACTED]

11:37:26 24 [REDACTED]

11:37:33 25 [REDACTED]

11:37:36 1 [REDACTED]

11:37:38 2 A. [REDACTED]

11:37:39 3 Q. And describe those situations.

11:37:43 4 A. There's been situations in -- a few

11:37:47 5 different situations I can think of if there were

11:37:49 6 [REDACTED]

11:37:52 7 [REDACTED]

11:37:54 8 [REDACTED]

11:37:57 9 [REDACTED]

11:38:00 10 [REDACTED]

11:38:04 11 [REDACTED]

11:38:05 12 [REDACTED]

11:38:09 13 [REDACTED]

11:38:12 14 [REDACTED]

11:38:16 15 [REDACTED]

11:38:16 16 [REDACTED]

11:38:19 17 If we saw attrition in some area, we'd

11:38:23 18 use -- we use retention bonuses proactively to try

11:38:27 19 to secure, lock in, create the incentive for other

11:38:31 20 talent to stay.

11:38:35 21 Q. And has that been the practice going

11:38:37 22 back to when you started in 2004?

11:38:41 23 MR. KIERNAN: Object to form.

11:38:46 24 THE WITNESS: [REDACTED]

11:38:48 25 [REDACTED]

11:38:49 1 [REDACTED]

11:38:52 2 [REDACTED] So we've had retention bonuses where a
11:38:56 3 tool that goes back to -- the start of my time as
11:38:58 4 one of the tools that was out there. We primarily
11:39:01 5 use equity as our retention vehicle, and it's been
11:39:05 6 out there as well.

11:39:06 7 BY MS. DERMODY:

11:39:07 8 Q. And is equity something that you have
11:39:10 9 used proactively to keep talent notwithstanding
11:39:15 10 any other offer that they might have in the
11:39:17 11 market?

11:39:21 12 MR. KIERNAN: Object to form.

11:39:23 13 THE WITNESS: [REDACTED]

11:39:25 14 [REDACTED], and
11:39:28 15 based on the performance ratings, retention
11:39:31 16 ratings, employees are given a value of equity.

11:39:34 17 [REDACTED]

11:39:36 18 [REDACTED] [REDACTED]

11:39:39 19 [REDACTED]

11:39:41 20 [REDACTED]

11:39:57 21 BY MS. DERMODY:

11:39:57 22 Q. And I think you testified earlier that
11:39:58 23 the compensation, including decisions about
11:40:01 24 equity, [REDACTED]

11:40:04 25 [REDACTED]

11:40:06	1	A.	[REDACTED]
11:40:09	2	Q.	[REDACTED]
11:40:11	3		[REDACTED]
11:40:16	4		[REDACTED]
11:40:18	5	A.	[REDACTED]
11:40:20	6		[REDACTED]
11:40:23	7		[REDACTED] [REDACTED]
11:40:26	8		[REDACTED]
11:40:29	9		[REDACTED].
11:40:29	10	Q.	Okay. [REDACTED]
11:40:33	11		[REDACTED]
11:40:34	12	A.	[REDACTED] [REDACTED]
11:40:40	13		[REDACTED] [REDACTED]
11:40:43	14		[REDACTED]
11:40:46	15		[REDACTED]
11:40:51	16	Q.	[REDACTED]
11:40:53	17		[REDACTED]
11:40:55	18		[REDACTED]
11:40:58	19	A.	[REDACTED] [REDACTED]
11:40:59	20		[REDACTED].
11:40:59	21	Q.	[REDACTED]
11:41:01	22		[REDACTED]
11:41:05	23		[REDACTED]
11:41:07	24	A.	[REDACTED] [REDACTED]
11:41:09	25		[REDACTED]

11:41:11 1 Q. Okay. And describe those.

11:41:12 2 A. They'd be situations, oh, kind of like I

11:41:14 3 described before from a retention perspective. If

11:41:16 4 we saw attrition with a group of employees or a

11:41:19 5 certain skill set and we were concerned about

11:41:21 6 that, we'd use proactive equity grants with others

11:41:24 7 that we're seeing this top talent to try to incent

11:41:28 8 them to stay or use as another retention tool.

11:41:32 9 Q. Is that something that you've seen

11:41:34 10 happen going back to the 2005 time period?

11:41:40 11 A. I don't recall it happening -- it's not

11:41:42 12 something that happens very often inside the

11:41:43 13 organization. I can think of one situation where

11:41:45 14 it happened -- where it's happened, and that was

11:41:48 15 more recent.

11:41:49 16 Q. Okay. What was that situation?

11:41:50 17 A. [REDACTED]

11:41:52 18 [REDACTED]

11:41:55 19 [REDACTED]

11:41:57 20 [REDACTED]

11:42:00 21 [REDACTED]

11:42:04 22 [REDACTED]

11:42:06 23 [REDACTED]

11:42:19 24 Q. And do you know, were these employees

11:42:20 25 that had threatened to leave?

11:42:25 1 A. I don't know. [REDACTED]

11:42:28 2 [REDACTED]

11:42:31 3 [REDACTED]

11:42:33 4 [REDACTED]

11:42:37 5 [REDACTED].

11:42:45 6 Q. [REDACTED]

11:42:46 7 [REDACTED]

11:42:50 8 A. [REDACTED].

11:42:51 9 Q. Okay. And do you recall other

11:42:52 10 situations happening before that?

11:42:56 11 A. I don't recall other situations like

11:42:59 12 that.

11:43:01 13 Q. Is it possible that they happened but

11:43:04 14 you don't know? Is that --

11:43:05 15 A. Sure, it's possible.

11:43:30 16 Q. Are there any other strategies that

11:43:32 17 you're aware Intuit has used to proactively retain

11:43:37 18 key talent?

11:43:40 19 A. Yes.

11:43:41 20 Q. And can you describe those that are

11:43:44 21 compensation-based?

11:43:46 22 A. Most of the others would not be

11:43:48 23 compensation-based.

11:43:49 24 Q. Okay. Are those more work

11:43:54 25 assignment-based?

11:43:56	1	A. It could be work assignment-based,
11:43:59	2	development-oriented, project work, learning and
11:44:03	3	development opportunities.
11:44:18	4	Q. Are there any other compensation-based
11:44:21	5	strategies to retain key talent that you're aware
11:44:24	6	Intuit has used that you haven't already
11:44:26	7	described?
11:44:28	8	A. No, I don't think so.
11:44:28	9	Q. Okay. Were you aware that at some point
11:44:40	10	in time, Intuit had a policy not to recruit into
11:44:44	11	certain companies?
11:44:46	12	A. I'm not aware of any policy like that.
11:44:48	13	Q. Okay. Did you become aware of that at
11:44:50	14	some point in time?
11:44:51	15	A. I'm not aware that Intuit ever had a
11:44:54	16	policy like that.
11:44:56	17	Q. Were you aware that there was a practice
11:44:58	18	at Intuit not to recruit into some companies?
11:45:01	19	A. No. No, I was not.
11:45:02	20	Q. Okay. It's not something you ever heard
11:45:04	21	anyone talk about?
11:45:05	22	A. No.
11:45:10	23	Q. Were you aware that Intuit was
11:45:13	24	investigated by the Department of Justice in
11:45:15	25	connection with recruiting into other companies?

11:45:17 1 A. Yes, I am aware of that.

11:45:19 2 Q. And when did you become aware of that?

11:45:22 3 A. Probably soon after it -- or at the time

11:45:25 4 it became public.

11:45:26 5 Q. Okay. And I'm aware that there's more

11:45:28 6 than one set of investigations, so the only one

11:45:31 7 I'm concerned about is the one involving this

11:45:34 8 case, if that's clear to you.

11:45:37 9 A. Okay.

11:45:38 10 Q. Did you participate in the Department of

11:45:39 11 Justice investigation on behalf of Intuit?

11:45:42 12 A. No, I did not.

11:45:43 13 Q. You weren't interviewed by DOJ?

11:45:45 14 A. No, I was not.

11:46:17 15 Q. That one has already been marked, so I

11:46:19 16 can pass it right to you. That should have the

11:46:22 17 deposition Exhibit 918.

11:46:25 18 Do you see that?

11:46:26 19 A. Yes.

11:46:28 20 Q. Have you seen this document before?

11:46:34 21 A. I have seen it before.

11:46:35 22 Q. Prior to preparing for your deposition,

11:46:37 23 had you seen this before?

11:46:38 24 A. No, I had not.

11:46:39 25 Q. Have you ever talked to Mr. McNeal about

11:46:42 1 a do not contact list at Intuit?

11:46:47 2 A. No.

11:46:49 3 Q. Or how about Mr. Nguyen?

11:46:51 4 A. No.

11:46:52 5 Q. Or Miss Ross?

11:46:52 6 A. No.

11:47:00 7 Q. Do you have any type of relationship

11:47:01 8 with Mr. Bill Campbell?

11:47:05 9 A. Yes.

11:47:06 10 Q. Okay. And do you have a regular

11:47:12 11 occasion to meet with him?

11:47:13 12 A. Yes.

11:47:14 13 Q. And what is that?

11:47:16 14 A. There's a couple of situations. So

11:47:19 15 Mr. Campbell is chairman of the board, so on a

11:47:23 16 quarterly basis, I, along with a couple of others,

11:47:26 17 meet with him to talk about board agendas, and

11:47:29 18 specifically the committee agendas. I have

11:47:31 19 responsibility in working with him on the agenda

11:47:33 20 for the compensation organization development

11:47:35 21 committee.

11:47:35 22 And so prior to those meetings, we

11:47:37 23 review that agenda, and then he participates in

11:47:40 24 that committee meeting. And so I -- I attend

11:47:44 25 those meetings, and so whenever that group meets

11:49:06 1 at any other companies in the valley about
11:49:09 2 recruiting issues?

11:49:11 3 A. What do you mean by "recruiting issues"?

11:49:14 4 Q. About whether there should be certain
11:49:16 5 people off limits to recruiting across companies?

11:49:19 6 A. No.

11:49:47 7 Q. Let me ask you about Mr. Steve Jobs.
11:49:50 8 Did you have any relationship with him
11:49:51 9 when he was at -- still at Apple?

11:49:58 10 A. No, none at all.

11:49:59 11 Q. Okay.

11:49:59 12 (Whereupon, Deposition Exhibit 2738
11:49:59 13 was marked for identification.)

11:50:10 14 BY MS. DERMODY:

11:50:10 15 Q. The document placed in front of you as
11:50:12 16 Exhibit 2738 should bear an Intuit number on the
11:50:15 17 front cover, -43557.

11:50:19 18 Do you see that?

11:50:19 19 A. Yes.

11:50:19 20 Q. And in the document, I don't think there
11:50:21 21 are page numbers themselves, so bear with me as we
11:50:24 22 go through this.

11:50:27 23 If you look at the document, is this a
11:50:30 24 document or a spreadsheet that you recognize as
11:50:33 25 being used in the compensation area at Intuit?

11:50:43 1 A. So -- yes.

11:50:44 2 Q. And can you explain what this is?

11:50:50 3 A. I can try.

11:50:52 4 So the first page that has the

11:50:55 5 performance rating and the award as -- [REDACTED]

11:50:58 6 [REDACTED]

11:51:03 7 [REDACTED]

11:51:07 8 [REDACTED]

11:51:08 9 [REDACTED]

11:51:11 10 [REDACTED]

11:51:17 11 The second page is a mix of things. So

11:51:22 12 it looks like it's actually a collection of

11:51:24 13 multiple different documents that someone's put

11:51:26 14 together into a single page, because it would have

11:51:28 15 never been produced this way by itself. The piece

11:51:31 16 at the top looks like a template that -- just some

11:51:34 17 dates that were used for stock grant eligibility

11:51:37 18 back in 2005. And I'm not sure what the grant

11:51:41 19 date is because those don't look really

11:51:44 20 consistent.

11:51:46 21 Below that it's starting to describe the

11:51:47 22 [REDACTED]

11:51:50 23 [REDACTED] And the very bottom piece is

11:51:54 24 actually a screen shot of what -- of what -- of

11:51:58 25 the system that we used to use and the control

11:52:00 1 table inside that system and how values were set.

11:52:02 2 So it's a screen shot of PeopleSoft.

11:52:05 3 Q. Okay.

11:52:05 4 A. So this document on its own could never

11:52:08 5 have been produced by itself just based on it

11:52:10 6 being a collection of different things.

11:52:11 7 Q. Okay. On that nine blocker control

11:52:17 8 section --

11:52:17 9 A. Yes.

11:52:17 10 Q. -- can you just walk me through what the

11:52:19 11 different columns are?

11:52:28 12 A. I'll try.

11:52:29 13 [REDACTED]

11:52:31 14 [REDACTED]

11:52:35 15 [REDACTED]

11:52:37 16 [REDACTED]

11:52:40 17 [REDACTED] [REDACTED]

11:52:42 18 [REDACTED]

11:52:46 19 [REDACTED]

11:52:49 20 [REDACTED] [REDACTED]

11:52:51 21 [REDACTED]

11:52:53 22 [REDACTED]

11:52:56 23 [REDACTED]

11:52:59 24 [REDACTED]

11:53:01 25 [REDACTED] [REDACTED]

11:53:05 1 [REDACTED]
11:53:08 2 [REDACTED]
11:53:10 3 [REDACTED]
11:53:12 4 [REDACTED]
11:53:15 5 [REDACTED]
11:53:19 6 [REDACTED]
11:53:21 7 [REDACTED]
11:53:22 8 [REDACTED]
11:53:24 9 [REDACTED]
11:53:27 10 [REDACTED]
11:53:31 11 [REDACTED].

11:53:36 12 Q. Okay. I'm not sure if the page that
11:53:42 13 follows is an excerpt from the very last page or
11:53:48 14 these are different things.

11:53:51 15 A. It's similar to what's on the very last
11:53:53 16 page, and so it may have been -- it may have been
11:53:56 17 part of a working product to get to what would end
11:53:59 18 up on that last page. So it's from an Excel file
11:54:02 19 and it was essentially a way to build or manage
11:54:05 20 the targets that got put back into the control
11:54:07 21 table, the nine block control table.

11:54:10 22 This would be the basis for having --
11:54:12 23 having an input document to put those -- those
11:54:16 24 values into the system. [REDACTED]
11:54:19 25 [REDACTED]

11:54:22 1 [REDACTED]

11:54:27 2 [REDACTED]

11:54:29 3 [REDACTED]

11:54:32 4 [REDACTED]. This is a document

11:54:38 5 that was used to build the system or to structure

11:54:40 6 values in the system.

11:54:41 7 Q. Okay. So if you were to take -- under

11:54:53 8 [REDACTED]

11:54:56 9 [REDACTED]

11:54:58 10 A. Okay.

11:54:58 11 Q. [REDACTED]

11:55:01 12 [REDACTED]

11:55:04 13 A. [REDACTED]

11:55:06 14 [REDACTED]

11:55:07 15 Q. Okay. [REDACTED]

11:55:10 16 [REDACTED]

11:55:14 17 [REDACTED]

11:55:16 18 A. [REDACTED]

11:55:16 19 Q. [REDACTED]

11:55:20 20 [REDACTED]

11:55:22 21 A. [REDACTED]

11:55:24 22 [REDACTED]

11:55:34 23 Q. So if I'm trying to read that -- [REDACTED]

11:55:37 24 [REDACTED]

11:55:42 25 [REDACTED]

11:55:48 1 [REDACTED]

11:55:50 2 A. Yes.

11:55:51 3 Q. Okay.

11:55:52 4 A. That's correct.

11:56:38 5 Q. Mr. Stubblefield, the document placed in

11:56:39 6 front of you should have a number in the front,

11:56:41 7 Exhibit 1761.

11:56:44 8 Do you see that?

11:56:44 9 A. Yes.

11:56:47 10 Q. If you'll open to the next page of it,

11:56:53 11 it starts what appears to be a PowerPoint, or

11:56:55 12 something like that, a presentation of some sort.

11:56:58 13 Do you recognize what this is?

11:57:01 14 A. So in looking at the presentation, I'm

11:57:04 15 familiar with it. I don't remember the -- I don't

11:57:06 16 know the exact context of how this was used.

11:57:09 17 Q. If you look on the second page, there

11:57:12 18 are page numbers in the lower left corner.

11:57:16 19 A. Yes.

11:57:16 20 Q. Might be helpful.

11:57:18 21 You'll see that there is a date in the

11:57:19 22 middle where it says January 7, 2005.

11:57:22 23 Do you see that?

11:57:23 24 A. Yes.

11:57:24 25 Q. And do you know in this time period who

1 I, Kathleen A. Wilkins, Certified
2 Shorthand Reporter licensed in the State of
3 California, License No. 10068, hereby certify that
4 the deponent was by me first duly sworn and the
5 foregoing testimony was reported by me and was
6 thereafter transcribed with computer-aided
7 transcription; that the foregoing is a full,
8 complete and true record of said proceedings.

9 I further certify that I am not of
10 counsel or attorney for either of any of the
11 parties in the foregoing proceeding and caption
12 named or in any way interested in the outcome of
13 the cause in said caption.

14 The dismantling, unsealing, or unbinding
15 of the original transcript will render the
16 reporter's Certificates null and void.

17 In witness whereof, I have hereunto set
18 my hand this day: April 4, 2013.

19 ____x____ Reading and Signing was requested.

20 _____ Reading and Signing was waived.

21 _____ Reading and signing was not requested.

22 _____

23 KATHLEEN A. WILKINS

24 CSR 10068, RPR-RMR-CRR-CCRR-CLR

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